

Kevin G. Hess
Vice-President - Federal Affairs
TDS TELECOM
301 S. Westfield Road
Madison, WI 53717
(608) 845-4160

CAREER SUMMARY

Vice-President of a mid-size Independent Local Exchange Carrier operating 105 primarily rural companies in 28 states. Has served the local exchange carrier industry for twenty-one years, with experience in state and federal regulatory and legislative matters, access and settlements, and public accounting.

EXPERIENCE

TDS TELECOM

Vice-President - Federal Affairs

January 1997- Present

Responsible for research and development of company policy on regulatory and legislative issues. Promote company policy by working closely with industry organizations, meeting with regulatory bodies and members of Congress, testifying before Congressional committees and state public service commissions, and preparing comments for FCC and state regulatory proceedings. Build and maintain external industry contacts. Increase economic development opportunities for rural communities.

Director - Government & Regulatory Affairs

1993 - 1996

Director - Access & Settlements

1991 - 1993

Manager - State Regulatory Affairs

1984 - 1990

KIESLING ASSOCIATES

1976 - 1984

Provided audit, accounting and tax services to independent local exchange carriers. Assisted clients in the preparation and presentation of rate exhibits and testimony before state public service commissions.

EDUCATION

University of Tennessee - Knoxville, MBA

1996

University of Wisconsin - Madison, BBA - Accounting

1976

Certified Public Accountant (CPA) - State of Wisconsin

1979

ASSOCIATIONS/COMMITTEES

United States Telephone Association

- Regulatory Issues Advisory Committee (member)
- Government Relations Committee (member)
- Mid-Size Company Committee (participant)

Aspen Institute

- Forum on Communications and Society (participant)

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CC Docket 97-21



August 15, 1997

RECEIVED

AUG 20 1997

140 N. Phillips
Suite 404
Sioux Falls, SD 57102
605-331-4211
FAX: 605-335-3942

Honorable Reed E. Hundt
Chairman
Federal Communications Commission
1919 M Street, N.W., Room 814-0101
Washington, DC 20554

FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

Dear Chairman Hundt:

Please accept this letter of support for the nomination of Dennis Law for a position on the Universal Service Administrative Company Board of Directors.

I serve as the Chairman of Iway Inc. of Sioux Falls, South Dakota. Iway provides internet services to over 6,000 dial-up and dedicated users in South Dakota and Iowa and is the largest internet service provider in South Dakota.

Mr. Law, Chief Operating Officer of Iway, has served this position since Iway was incorporated in 1994. Iway is aggressive in providing dedicated access connection to business users and school districts. It is implementing the latest technology including 56K modems, Microsoft commercial internet service and real audio. Mr. Law provides the leadership qualities necessary to guide the company through new growth.

Mr. Law is an excellent candidate for the position and will bring to the Board the necessary knowledge, skills and background to be an effective and contributing Board member.

Sincerely,

A handwritten signature in dark ink, appearing to read "T.W. Hertz", is written over a horizontal line.

Thomas W. Hertz
Chairman/CEO

Enclosures



140 N. Phillips
Suite 404
Sioux Falls, SD 57102
605-331-4211
FAX: 605-335-3942

August 15, 1997

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Secretary
Federal Communications Commission
1919 M Street, N.W.
Washington, DC 20554

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Sincerely,

Thomas W. Hertz
Chairman/CEO

Enclosures

Dakota Telecommunications Group
140 N. Phillips Avenue
Suite 404
Sioux Falls, SD 57104

Phone (605) 335-8825
Fax (605) 335-3942
E-mail Denny.Law@dtg.com

Dennis Law

Summary of qualifications

Extensive managerial and technical experience in various aspects of the telecommunications industry, including Interexchange Carrier (IXC) and Internet Service Provider (ISP) organizations.

Effective and successful in growing new businesses in highly-competitive industry environments.

Developed and implemented strategic plans for profitable growth with multiple products and services.

Successfully manage a rapidly growing, diverse organization offering a variety of products and services to a wide range of consumer entities.

Work experience

1990-PRESENT DAKOTA TELECOMMUNICATIONS GROUP

Sioux Falls, South Dakota

Chief Operating Officer 1996 to Present

Responsible for overall management and accountability for results of the long distance service and internet divisions.

Responsible for strategic planning of products and services within the goals of overall corporate product offerings.

Responsible for ensuring high-quality customer service for both external and internal customers.

Vice President 1993 to 1996

Responsible for the daily operation of the long distance service, including direct dialed services and operator-assisted services.

Responsible for all local, state and federal regulatory interaction.

Responsible for all personnel issues, including policy development, benefits application and compliance with local, state and federal employment requirements.

Vice President, Marketing 1990 to 1993

Responsible for all marketing activities of telecommunication services.

Directly responsible for \$1.3 million in annual sales of telecommunication services.

Implemented and managed an independent agent program in a five state region.

Education

1994 - 1997

Master of Science, Administrative Studies

University of South Dakota, Vermillion, South Dakota

1983 - 1987

Bachelor of Science, Journalism

South Dakota State University, Brookings, South Dakota



DAKOTA TELECOM, INC.

P.O. BOX 127
IRENE, SOUTH DAKOTA 57037
(605) 263-3921
SD WATS 800-952-0004
MN AND IA WATS 800-239-7501

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Dear Chairman Hundt:

Please accept this letter of support for the nomination of Craig A. Anderson for a position on the Universal Service Administrative Company Board of Directors.

I serve as the President and CEO of Dakota Telecom, Inc. ("DTI") of Irene, South Dakota. DTI has cable operations in twenty-six towns in South Dakota, Iowa and Minnesota and is a competitive local exchange carrier.

Mr. Anderson came to DTI in the fall of 1996. DTI was the first competitive local exchange carrier in the State of South Dakota to apply for authority to provide local service to customers. DTI is building a network to provide facility based operations. Mr. Anderson, DTI's Executive Vice President and Chief Financial Officer, provides the leadership qualities necessary to guide the company through new growth.

Mr. Anderson is an excellent candidate for the position and will bring to the Board the necessary telecommunication knowledge, skills and background to be an effective and contributing Board member.

Sincerely,

Thomas W. Hertz
President/Chief Executive Officer

Enclosures



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MN AND IA WATS 800-239-7501

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Mr. Anderson came to DTI in the fall of 1996. DTI was the first competitive local exchange carrier in the State of South Dakota to apply for authority to provide local service to customers. DTI is building a network to provide facility based operations. Mr. Anderson, DTI's Executive Vice President and Chief Financial Officer, provides the leadership qualities necessary to guide the company through new growth.

Mr. Anderson is an excellent candidate for the position and will bring to the Board the necessary telecommunication knowledge, skills and background to be an effective and contributing Board member.

Sincerely,

Thomas W. Hertz
President/Chief Executive Officer

Enclosures

Craig A. Anderson
JD, MBA, MPA, CPA
2601 East Slaten Park Circle
Sioux Falls, South Dakota 57103
Telephone (605) 338-6091 Telefax (605) 338-0769
email: canders@dakotatel.com

Summary

17+ years of progressive management experience including service in senior financial, operating and general counsel positions in high growth companies (with 60% to 180% annual compound growth rates). Directly organized and supervised most company operations including strategic planning, mergers and acquisitions, sales and marketing, operations, financial and treasury management, MIS, accounting and tax systems, human resources, risk management, legal and regulatory affairs and general administration. Accustomed to flexibly managing multiple projects and creating unique and innovative solutions in fast changing business environments. Skilled negotiator with excellent team management abilities.

Major Employment Positions

Dakota Telecommunications

Group, Inc. Director, Executive Vice President-Marketing & CFO

The Austad Company

Director, Vice President -Chief Financial Officer & Secretary

DialNet, Inc.

Director, Vice President -Chief Financial Officer, General Counsel & Corporate Secretary. This position also served as the Company's senior corporate operations executive.

The Zond Group

Director, Senior Vice President-General Counsel & Secretary.

Significant Accomplishments

Strategic Planning. Preparation of comprehensive strategic plans which led to a series of public and private securities offerings raising over \$312 million in 4 years for Zond and to several bank financings for DTG, DialNet and Austads ranging from \$2 million to \$28 million. I also planned several public stock and alternate sale transactions for DTG, Zond, DialNet and Austads.

Operational Management. Successful implementation of a series of growth plans for DialNet which expanded its operations in 3 years from two to 49 states, increased weekly sales from \$10,000 to over \$100,000 and increased annual revenues from \$24 million to \$96 million. A similar expansion plan is now underway at DTG.

Business Systems Design. Design and implementation of integrated MIS, accounting and budgeting systems for DTG, Austads and DialNet which included reengineering the underlying business processes. The Austads system reduced inventories by 50% within 15 months, increased manufacturing fill rates from 70% to 96%, reduced markdowns by 5% and decreased customer service training time by 50%. The DialNet system increased order entry capacity by 67% reduced order installation time by up to 90% and accelerated overall cash flow by 3-4 weeks. The DTG system is now being implemented.

Regulatory Management. Creation of regulatory and tax compliance systems for DialNet and Zond that were designed to provide a competitive advantage for the company. The Zond program successfully closed several federal and state tax shelter compliance audits with no charges.

Detailed Employment Experience

**September 1996
to Present**

Dakota Telecommunications Group, Inc.
Irene, South Dakota
Director, Executive Vice President-Marketing & CFO
President, Long Distance and Internet Subsidiaries
Executive Committee Member

With a 95 year operating history, Dakota Telecommunications Group, Inc. ("DTG") is one of the oldest local exchange carriers in South Dakota. In the 1980s, the Company diversified into cable television and long distance operations. I was hired in late 1996 to revise the Company's strategic plans, establish formal financial and marketing operations and help convert the Company into a growth company. Major projects include:

***Public Conversion.** The conversion of the Company from a South Dakota cooperative into a Delaware public business corporation, a conversion which was approved by the members and completed in July 1997.

***Debt Financing.** The refinancing of the Company's long term debt and the placing of new financing for its 1997 network rebuilding program. This financing was placed in June 1997 and closed in July 1997.

***Acquisitions.** The expansion of the Company's customer base through the acquisition of additional companies. Two major acquisitions were closed in December 1996, positioning the Company in the long distance, operator services and Internet businesses. Several additional acquisitions are now under negotiation.

***Sales & Marketing.** The creation of a formal sales and marketing department including market research activities, product planning and implementation processes and the establishment of a direct sales staff.

***Operating Systems.** The installation of new accounting, billing and customer service systems. The RFP process was completed in May 1997 with implementation now underway.

**May 1994 to
September 1996**

Alternative Technologies International
San Francisco, California
Management Consultant

Management consulting practice which included advising lenders, investors and management on marketing, operational and financing issues as well as preparing detailed business plans for domestic and international advanced technology companies. These plans are based on comprehensive forecasting models which I designed to integrate financial statement, cash flow and budget reporting as well as extensive sensitivity analysis options. The models have been successfully used to manage company operations, establish capital requirements and close financing transactions.

Confidential Resume of Craig A. Anderson

**October 1992 to
May 1994**

The Austad Company
Sioux Falls, South Dakota
Director, Vice President-Chief Financial Officer, and
Corporate Secretary
Executive Committee Member

Formed In 1963, Austads was a leading international catalog marketer of golf equipment and related and accessories apparel with approximately 400 employees and annual sales of approximately \$50 million. The Company manufactured and assembled many of its own proprietary products and operated 4 retail stores in the upper Midwest. It also operated a large international order processing and fulfillment center in Sioux Falls. I was hired to restructure the Company and prepare for potential venture capital financing and an eventual initial public offering. I resigned in early 1994 to enter the technology management consulting business as my noncompetition agreement with DialNet expired. However, I continued to assist the Company's management as a transition consultant through May 1994. In analyzing the Company's performance and accounting systems and in handling its 1993 financial audit. The Company was sold in late 1994 to Hanover Direct, Inc., a multi-catalog direct marketer which elected to consolidate the Company's operations and close the Sioux Falls office.

My accomplishments at Austads included the following:

- * **Strategic Business Plan.** I researched, conceptualized and drafted the Company's first comprehensive business plan, including a detailed financial analysis of the Company's past performance and a 6 year month-to-month forecast of the Company's planned catalog and retail operations. The plan documented a nationwide roll-out of the Company's retail operations. The plan was approved by the Company's Executive Committee and formally adopted by its Board.
- * **Management Budgeting and Reporting Systems.** I designed and formalized a Company-wide catalog and retail store budgeting and forecasting process and developed reports to monitor performance on a daily basis. I also conceptualized and installed periodic management reports to summarize daily catalog and store sales, returns and order cancellations, weekly inventory and purchasing fluctuations, weekly cost of goods sold tracking by catalog, weekly order fill and backorder levels and other key performance variables.
- * **Accounting Systems.** I converted the Company's monthly cash basis statements to comply with GAAP and designed and installed a monthly internal audit process. I reorganized the Company's accounting department and systematically re-engineered all of the Company's Internal control, accounting, international purchasing and payroll and tax reporting systems. In August 1993, I completed the conversion of the Company's financial reporting and accounts payable systems to a new software system which significantly expanded the Company's reporting options and accuracy.
- * **MIS Operations.** I reorganized the Company's MIS department and hired an experienced department manager. I supervised the expansion of the Company's LAN systems and the standardization of its network application software. In early August 1993, we concluded a complete schematic flow chart of the Company's operations and documented the major features of the Company's catalog and retail procedures, which were previously undocumented. Based on this study, we redesigned the Company's hardware and software systems and selected a new system for installation over an 8 month period concluding in June 1994. I also placed long term financing for the system. When I left the Company in early 1994, installation of this new system was ahead of schedule. This system subsequently reduced inventories by 50% from \$12 million to \$6 million in 15 months while increasing overall order fill rates by 2%. The MRP portion of the new system increased manufactured product fill rates from 70% to 96%. The POS system reduced training time by 50% and reduced order call time by over 10%. The merchandising subsystem raised initial markons by 3% while reducing markdowns by 5%. The overall system achieved a 99% cycle inventory accuracy rating.

Confidential Resume of Craig A. Anderson

• **Treasury Operations.** I developed and managed comprehensive cash management control and reporting system, including decentralized depository control accounts, automatic sweep accounts and new accounts payable tracking and disbursement systems. I assisted in the reorganization of the Company's international purchasing operations and negotiated special form international letter of credit agreements to administer the process. I also developed and administered the Company's cash flow models. I was responsible for the Company's nationwide collections activities and managed the Company's credit card clearing processes.

• **Financial Restructuring.** I negotiated a foreclosure standstill agreement with the Company's bank in November 1992 and in March 1993 closed negotiations for loan agreements with two new banks, refinancing the Company's prior debt and converting a portion of its revolving short term debt into long term financing. I also successfully negotiated several long term lease financing packages covering portions of the Company's capital expenditures.

• **Equity Recapitalization.** I assisted in the final negotiations of a plan to restructure the Company's equity position. In March 1993, I drafted all of the necessary documents and closed the transaction. As part of this process, I also amended the Company's Articles of Incorporation, restated its Bylaws and formalized the composition and role of its Board of Directors. While I was a member of the Board, I organized and chaired its meetings.

• **Personnel Management.** I formalized the Company's personnel department and directed the preparation of the Company's first employee handbook and personnel policy manual. I reactivated the Company's safety committee and initiated an OSHA compliance program, substantially reducing worker accidents and compensation claims. I initiated the conversion of the Company's profit sharing plan to a 401K plan. I also restructured the Company's wage policies and computerized the Company's payroll and human resources accounting systems.

• **Risk Management.** I designed a formal RFP process for the Company's insurance programs and coordinated a nationwide search and bidding process which reduced the Company's insurance expense by over 20% while expanding coverage and placing policies with more highly rated carriers.

• **Legal Matters.** I coordinated and supervised the Company's 5 outside law firms and insurance counsel which handled such matters as general contract work, labor issues, patent and trademark issues, product liability litigation and sales and use tax issues.

Confidential Resume of Craig A. Anderson

**July 1989 to
March 1993**

**DialNet, Inc.
Sioux Falls, South Dakota
Director, Vice President-Chief Executive Officer,
General Counsel and Corporate Secretary
Executive Committee Member**

DialNet was the seventh largest long distance company in the United States. I was hired in 1989 to prepare the Company for an initial public offering and in 1991 was promised the job of President and Chief Executive Officer as part of the process. I resigned in September 1992 due to the sale of DialNet to LDDS/Worldcom, a competing company. I continued to serve as a management consultant to the Company until the sale was completed in March 1993.

During my tenure at DialNet my duties expanded to the point where by 1990 I was serving as the Company's senior corporate operations executive. I reorganized the Company and was responsible for planning and administering the Company's 1990, 1991 and 1992 expansion plans. Sales volume increased from approximately \$10,000 per week to over \$100,000 per week. Annual gross revenues increased from \$24 million to over \$96 million. DialNet's operations expanded from 2 states to 49 states and its employee base grew from less than 40 to over 600 employees. In 1990, DialNet was ranked by *Inc.* magazine as the 23rd fastest growing private company in the United States.

My responsibilities at DialNet included:

- * Coordination of Company Management.** I reorganized the Company by customer service operational, sales and administrative core processes and formulated its departmental management structure. I organized and chaired the bi-weekly manager meeting and coordinated middle management activities. I also organized and chaired the Company's Board Meetings.
- * Strategic Planning and Management.** I planned the Company's long range financial goals around the Board's strategic policy decisions and established and managed the Company's administrative and operational policies and procedures to meet those goals. I designed a comprehensive forecasting and projection model which was used to plan the Company's growth and control its operations. The model included detailed month-by-month revenue and expense forecasts, monthly balance sheet projections and a monthly cash flow projection. Within one year this model was accurate enough to project the company's financing requirements and forecast its financial statements with no material year-end audit adjustments.
- * Bank Relations.** I negotiated and administered a series of credit agreements increasing from \$8 million to \$17.5 million. I also planned and administered the Company's interest rate swap programs.
- * Acquisitions.** I negotiated, closed and incorporated into the Company a series of acquisitions designed to consolidate the Company's competitive position in its major markets. I was also given the primary responsibility for managing the acquired operations until they were absorbed into the Company.
- * Network Operations Management.** I coordinated the Company's network operation activities including switch and POP acquisitions and operations, siting locations, carrier collation agreements, customer premise installations and service, and network design and implementation. I was directly responsible for the Company's operating budget and negotiated and administered the Company's network carrier agreements.
- * Telephone Systems Division.** I was given direct authority for the Company's 7 state telephone equipment sales and service division which I completely reorganized, improving profitability by over \$1 million on annual sales of approximately \$2 million.

Confidential Resume of Craig A. Anderson

*** MIS and Accounting Systems Management.** I redesigned and computerized the Company's accounting and payable systems, in-house order entry, billing and customer service systems, multi-state tax reporting system and its management information systems. The new system increased order entry capacity by 67%, reduced order installation time by up to 90% and accelerated overall cash flow by 3-4 weeks. It also allowed DialNet to pioneer such new products as custom billing, virtual private networks, multi-location billing, bundled discounting and calling circles. I also designed and administered the Company's operational and sales reporting systems, coordinated the company's financial audits, and designed its formal control procedures.

*** Sales and Marketing.** I conceptualized and coordinated the Company's product development activities and new product market introductions. I consulted daily with the Company's regional sales managers to set pricing levels, implement sales incentive programs and design customer-specific service agreements. I was responsible for monitoring competitor activities and implementing counter strategies. I designed and wrote the Company's sales compensation systems.

*** Collections.** I was responsible for the design and administration of the Company's nationwide collections activities, which were centralized in Sioux Falls and conducted by a seven person specialized collections staff.

*** Risk Management.** I negotiated special form policies to cover the Company's unique operational risks and facilitate the Company's nationwide expansion.

*** Personnel Management.** I formulated the Company's personnel policies and employee benefit plans, wrote its personnel manual and multiple office OSHA manual, and designed and administered its multi-state payroll system. I also designed the Company's complex sales commissions and bonus reporting systems.

*** Facilities Planning and Management.** I supervised the leasing of 84 sales and operational facilities and the design and construction of the Company's 32,000square foot administrative office building.

*** Regulatory Compliance and Other Legal Matters.** I drafted and administered the Company's state, federal and international tariff filings, appeared and testified at numerous regulatory hearings and coordinated the activities of the company's 9 outside law firms. I also authored and published *The South Dakota Telecommunications Policy Review* and was a founding director and officer of the South Dakota Telecommunications Action Group, a consumer interest lobbying organization.

**January 1987 to
July 1989**

**Anderson & Anderson
A Professional Corporation
Sioux Falls, South Dakota
Director, Chairman and President**

Private legal practice emphasizing corporate, securities, tax and regulatory law. I represented clients involved in corporate reorganizations, bank financings, public and private equity offerings and real estate developments. Major representations included the formation and operation of a nationwide advertising agency, the formation of a California software development company, several California low income housing syndications, numerous wind energy developments in California and abroad, and the formation of a new international baseball league. I also managed the firm's operations and designed its billing and accounting systems. I began representing DialNet as its attorney in late 1987 and my involvement steadily increased to the point where I was hired as a full-time officer in July 1989.

Confidential Resume of Craig A. Anderson

**April 1983 to
January 1987**

**The Zond Group
Tehachapi, California
Director, Senior Vice President-
General Counsel and Corporate Secretary**

The Zond Group pioneered the development of commercial wind energy generating facilities in California. During my employment, Zond installed over 2200 commercial wind turbines with an aggregate rated capacity of over 170 megawatts. Annual revenues rose from \$420,000 in 1981 to over \$70 million in 1985 while total assets increased from approximately \$2 million in 1981 to over \$117 million in 1985. I resigned as an officer in January 1987 as part of a corporate downsizing caused by the withdrawal of Zond's initial public offering in late 1986. Zond continued to retain me as legal counsel while I was in private practice and I remain a shareholder and hold numerous investment interests in Zond's facilities.

While at Zond I had the primary responsibility for the negotiation, documentation and closing of the following transactions:

- * Securities Offerings.** 26 public and private equity offerings which raised an aggregate of approximately \$216 million from over 4000 investors. Several of these entities were reporting companies under applicable Federal and California law. I also supervised Zond's planning for an initial public stock offering, which was withdrawn from the market in late 1986 due to unfavorable market conditions, and Zond's 1986 corporate reorganization which formed The Zond Group as a holding company for Zond's 21 subsidiary corporations.
- * Revolving Credit Agreements.** 9 inventory and accounts receivable secured revolving credit facilities with domestic and foreign commercial lenders ranging from \$1.2 million to \$30 million and involving international letters of credit, foreign currency hedging and interest rate swaps.
- * Project Financings.** 6 long term project financing facilities aggregating over \$85 million from both domestic and foreign commercial banks as well as other institutional lenders, including major pension and insurance funds.
- * Construction Financings.** 2 short term construction financing facilities aggregating \$27 million.
- * Joint Venture Financing.** 7 corporate and non-corporate wind energy development joint ventures, including one international marketing and distribution joint venture in which I was a director and officer.

I designed Zond's wind turbine management program, which significantly improved the Company's cash flow by allowing the sale, installation and operation of individual investor-owned wind turbines instead of large partnership-owned facilities. I also conceptualized and authored many of the unique operating agreements used in the Company's developments such as Windpark leases, subleases and easements; access and power transmission line easements; utility power agreements; wind turbine distribution, purchase, lease and construction agreements; Windpark management agreements and investment syndication and disclosure documents. I drafted and negotiated special form insurance policies to cover the company's facilities. I also designed the company's initial financial projection models.

My other responsibilities at Zond included (1) the negotiation and general supervision of real estate acquisitions, permitting and related development issues (including zoning and subdivision problems which led me to draft and lobby for special legislation to permit Zond's developments); (2) the design and supervision of the Company's state Public Utilities Commission and Federal Energy Regulatory Commission compliance strategies, (3) the negotiation and documentation of corporate acquisitions, including several development and manufacturing companies; (4) the management of Zond's 18 outside law firms; and (5) the maintenance of corporate minutes books, stock records, stock option and other employee benefit programs, including the company's retirement plans, which I designed and wrote.

Confidential Resume of Craig A. Anderson

August 1980 to April 1983	Schramm & Raddue Santa Barbara, California Corporate Business Attorney
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Private legal practice emphasizing corporate, securities and tax law with extensive work for nonprofit organizations and their related for-profit affiliates in the medical and healthcare fields. My practice included the drafting of corporate merger and acquisition agreements and the design and administration of executive stock option plans, deferred compensation plans and qualified retirement plans. I also drafted numerous securities offerings covering real estate developments, oil and gas exploration, geothermal drilling operations, medical facilities and wind energy developments. In 1981 I began representing Zond and its founders and in 1983 I was hired as Zond's full-time attorney.

July 1975 to June 1977	Internal Revenue Sioux Falls, South Dakota Revenue Agent
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My experience as a Revenue Agent trainee included audits of both individual and corporate tax returns.

Professional Qualifications

<i>Certified Public Accountant</i>		South Dakota
<i>Juris Doctorate</i>	University of Southern California	Admitted to practice in California, Minnesota and South Dakota*
<i>Master of Business Administration</i>	University of South Dakota	GPA: 4.0 Named Outstanding Graduate Student
<i>Master of Professional Accountancy</i>	University of South Dakota	GPA: 4.0
<i>Bachelor of Arts, Accounting, Economics & Business Administration</i>	Augustana College	Degree Awarded Summa Cum Laude

* Admitted to practice before the United States Tax Court, the United States Court of Claims, the United States District Courts in California and South Dakota and the United States Courts of Appeal for the Eighth and Ninth Circuits.

CC Docket 97-21



AMERICAN ASSOCIATION
OF EDUCATIONAL
SERVICE AGENCIES

August 13, 1997

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Mr. William Caton, Secretary
FCC
1919 M Street, NW, Room 222
Washington DC 20554

FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

Dear Secretary Caton:

The Executive Council and the members of the American Association of Educational Service Agencies (AAESA), want to express our strong support for the nomination of Dr. Brian L. Talbott to the Universal Service Administrative Company's (USAC) Board of Directors. Dr. Talbott is an extremely accomplished professional who is not only well qualified for this distinguished appointment, but who would be of great assistance and contribution to the USAC Board. Brian has been a leader in the Washington Association of School Administrators as an officer and one of the most effective advocates in the state legislature and Congress. Nationally, Brian has been one of the most important voices for using telecommunications to improve learning opportunities for children.

Dr. Talbott, as the incoming AAESA Executive Director, was selected by the AAESA Executive Council from a pool of extremely qualified, highly recommended education leaders from around the country. Dr. Talbott served on the AAESA Executive Council from 1992 through 1995 and was chosen by his council colleagues to serve as president in 1993. In this capacity, Dr. Talbott oversaw the development and implementation of the AAESA legislative agenda and was often called upon to address federal policy and legislative developments. Because of his own political savvy, he was very successful in his legislative responsibilities. Most recently, he volunteered to chair the AAESA Telecommunications Task Force and through this capacity has coherently brought together the educational service agencies (ESAs) from the 27 states which have ESAs.

In regards to the responsibilities of the USAC Board, Dr. Talbott offers excellent qualifications. Over the past 17 years, he has successfully directed the Educational Service District 101 in Spokane, Washington, which serves approximately 60 public schools districts and over 50 private schools. In this capacity, Dr. Talbott has interfaced with the superintendents of these school and with their boards. As general manager of ESD 101's STEP Star Network, Talbott designed, implemented, and operated the largest educational telecommunications network in the nation.

Through his involvement with the Star Schools program and other technology initiatives, Dr. Talbott is well known in the technology industry. Board presidents, organization directors and representatives from the corporate community often call upon him for advice and feedback on a wide variety of issues.

Mr. William Caton, Secretary

August 13, 1997

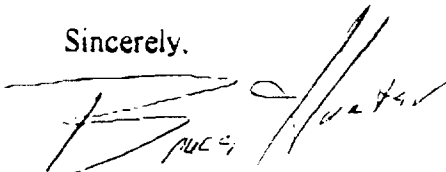
Page 2

Dr. Talbott has served in many leadership roles on the national level, on the state level, in the education community and in his own community. Whenever there is a crises in the Washington state legislature regarding education, Brian is one of a small group to whom the superintendents turn to work out solutions between all of the competing interests in the education community. Dr. Talbott is known and highly regarded by his educational service agency colleagues throughout the nation. In both the education and private industry arena's Dr. Talbott has proven his leadership, negotiating and consensus building abilities.

I have personally had the great pleasure of working with Dr. Talbott over the years regarding legislative issues and through his position as president of AAESA. There is not a colleague whom I could recommend more strongly. His understanding of legislative issues, of the legislative process and the workings of both the federal and state systems is strong. And, he has demonstrated tremendous success in these areas. In addition, Brian has an excellent moral compass that makes hard choices easier by always leading with the question, "What works best for kids?" Working is always fun as well as inspiring with Brian.

The American Association of Educational Service Agencies strongly endorses Dr. Talbott's nomination to the USAC Board of Directors. Should you have any questions or desire additional information, please do not hesitate to contact me directly at 703 / 875-0738.

Sincerely,

A handwritten signature in dark ink, appearing to read "Bruce Hunter", with a stylized flourish extending from the end.

Bruce Hunter
Executive Director



cc Docket 97-21

August 14, 1997

The Honorable Reed Hundt
Chairman
FCC
1919 M Street, NW, Room 814
Washington, DC 20554

RECEIVED

AUG 20 1997

FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

Dear Chairman Hundt:

NETO/EDSAT would like to express support for the nomination of Dr. Brian Talbott to the Universal Service Administrative Company (USAC) Board.

Dr. Talbott is a member of NETO/EDSAT's Board of Directors. He brings a special expertise and practical hands-on experience to address the issues of how to integrate telecommunications technologies in K-12 classrooms in the continental US and off-shore. He has experience with a wide range of cost and educational variables which impact on access for hard-to-reach, rural and highly populated urban schools and classrooms.


In addition to offering strong educational and technology credentials, Dr. Talbott is well known and respected among his statewide peers as well as nationally.

In addition, his federal/national ties include seven years as the administrator of federal Star Schools grants from the U.S. Department of Education. He also is a past national president (1994-1995) of the American Association of Educational Service Agencies, a member of the national Star Schools expert evaluation panel and a current member of the Washington State K-20 Technology Committee.

Through his diverse knowledge of technology and his strong national reputation, Dr. Talbott would be an immensely qualified K-12 advocate on the USAC Board.

Thank you for your consideration.

Sincerely,


Shelly Weinstein
President and CEO
NETO/EDSAT



Total Pgs: 2
(including cover)

FAX FROM

Shelly Weinstein
President/CEO
NETO/EDSAT


Date: 8/14/97

TO: Honorable Reed Hundt FAX # 202-418-2801
Chairman
FCC

Attn: Mr. William Caton
Secretary
FCC
1919 M Street NW, Rm 2225

*Ce Docket 97-21***AMERICAN ASSOCIATION
OF SCHOOL ADMINISTRATORS**10/10/97
10/10/97

August 13, 1997


The Honorable Reed Hundt, Chairman
Federal Communications Commission
1919 M Street, NW
Room 814
Washington, DC 20554

RECEIVED

AUG 20 1997

FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

Dear Chairman Hundt:

On behalf of the 15,000 members of the American Association of School Administrators, I wish to forward a letter of support for the nomination of Dr. Brian Talbott for the Universal Service Administrative Company's (USAC) Board of Directors.

Dr. Talbott is well qualified for this prestigious appointment. His 21-year membership has been highlighted by numerous appointments and volunteer opportunities within AASA. As a volunteer on the AASA Legislative Corps, he is called upon to advocate for federal education and children's issues on a weekly basis. He is also a member of the Washington State Association of School Administrators and has received numerous leadership awards from them.

Dr. Talbott was recently hired as the Executive Director of the American Association of Educational Service Agencies (AAESA). This professional organization advocates for consortium building with numerous school districts at the local, state and federal levels. These entities will play a vital role in the implementation of the "E-rate" discounts throughout America. His current position as Superintendent and General Manager of Educational Service District 101 in Spokane, Washington serves 59 public school districts and 54 private schools and their respective governing boards. This demonstrates a strong testament for his ability to work with public and non-public school districts and their boards to build upon a common theme for the betterment of all students.

His experience on boards (such as the local public television station, United Way and many education related boards) in elected and appointed positions, speaks well of his abilities to lead, build consensus amongst a board, and persuade its members for the betterment of the organization. He is well published, respected by his peers, and has demonstrated his talents and skills in the education field throughout the nation.

Throughout Dr. Talbott's career, he has served in many capacities and would bring these experiences with him to the USAC Board. He has been a teacher, principal and school district superintendent. The roles of these professionals and the students they serve will be in the forefront of any position he holds.

Please consider the nomination of Dr. Brian Talbott for the USAC Board of Directors and the Schools and Library Corporation. Should you have any questions that I may be able to answer on behalf of AASA, please do not hesitate to call upon me.

Sincerely,

A handwritten signature in cursive script that reads "Paul D. Houston". The signature is written in black ink and is positioned below the word "Sincerely,".

Paul D. Houston, Ed.D.
Executive Director

The Education and Library Networks Coalition

August 13, 1997

Susan Ness, Commissioner
Federal Communications Commission
1919 M St. NW
Washington, DC 20554

Dear Commissioner Ness,

On behalf of the Education and Library Networks Coalition (EdLiNC), we respectfully submit a slate of names to be considered for nomination to the Universal Service Administration Company (USAC) board of directors. Since this board is interlocking with the Schools and Libraries Corporation, we submit these names for that board as well. If more candidates are requested, we would be pleased to accommodate the Commission.

The first chart (with public and private school candidates) relies on staggered two-year appointment to the Boards. We have also included a list of "alternates" who could represent the community if the appointed person was unable to attend a meeting. We believe that the concept of including "alternates" is important because of the highly technical nature of telecommunications and the complicated issues associated with the implementation of universal service for schools and libraries. These alternates would also be successors (see below) to the candidates. We request that the travel and per diem fees afforded to the candidate be extended to include the alternates (in order to ensure that new candidates have had sufficient exposure to integrate seamlessly into board operations).


Year	Non-public schools	Public schools		Pub. School Alternates
1997/98	Jack Clark	Henry Marockie	Brian Talbott	1. Elsie Brumback 2. John Yurchiak
1998/99	Jack Clark	John Yurchiak	Brian Talbott	1. Elsie Brumback 2. Matt Grogger
1999/00	Skardon Bliss	John Yurchiak	Matt Grogger	Ken Reed
2000/01	Skardon Bliss	Ken Reed	Matt Grogger	Ben Dixon
2001/02		Ken Reed	Ben Dixon	

The second chart includes a list of qualified library candidates. We suggest that the Commission select a candidate and an alternate for the first (one year) term, and that the alternate be designated the successor to the candidate, serving a two year term.

Library Candidates
Nancy Bolt Glenn Miller Kathleen Ouye Charles Parker

Given the Commission's strong affirmation of principles of diversity in selecting the USAC board (including representatives not only from all segments of industry, but also from those entities affected by the universal service program, the consumer advocate community, and public utilities commissions), we have no doubt that the Commission will strive to choose candidates that also represent geographic and ethnic diversity.

Thank you for your continued efforts on behalf of schools and libraries.


Kari Arfstrom, AASA, on behalf of
the Education and Library Networks Coalition (EdLiNC)



CC Docket 97-21
CHIEF OFFICERS OF STATE LIBRARY AGENCIES

August 13, 1997

Honorable E. Reed Hundt
Chairman, Federal Communications Commission
1919 M Street
Washington, D.C. 20554

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AUG 20 1997

FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

Dear Mr. Chairman:

The Chief Officers of State Library Agencies (COSLA) submits three names for your consideration as a library representative to the Board of Directors of the Universal Service Administrative Company (USAC) and the Board of the Schools and Libraries Corporation. These three state librarians have played leadership roles in ensuring public libraries receive support under the National Telecommunication Act of 1996 and their respective state legislation.

Richard Akeroyd, Connecticut State Librarian. He participated in the implementation working group convened by Secretary of Education Riley and made important contributions to the recommendations which were submitted to you on July 30, 1997. His resume is attached.

Nancy Bolt, Deputy State Librarian, and Assistant Commissioner, Colorado. She is also being nominated by the American Library Association. During the last three years she has implemented statewide library networking grants from the US Departments of Education and Commerce. These used telecommunications to deliver library and information services throughout her state.

Karen R. Crane, Director of the Alaska State Library Archives and Museums. She has been a national leader in telecommunications for Alaska remote communities. She also has worked on telecommunication policies for the Western Library Network (WLN). Crane is also being nominated by the Western Council of State Libraries.

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acrouch@iglou.com